



Entered on Docket
June 19, 2006

Hon. Linda B. Riegler
United States Bankruptcy Judge

LEWIS AND ROCA LLP

3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89109
Facsimile (702) 949-8321
Telephone (702) 949-8320

40 North Central Avenue, Suite 1900
Phoenix, Arizona 85004-4429
Facsimile (602) 734-3824
Telephone (602) 262-5756

Susan M. Freeman AZ State Bar No. 004199
Email: sfreeman@lrlaw.com
Rob Charles NV State Bar No. 006593
Email: rcharles@lrlaw.com
Scott K. Brown AZ State Bar No. 020390
Email: sbrown@lrlaw.com

Proposed Attorneys for Official Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

In Re:

USA Commercial Mortgage Company
06-10725 – Lead Case

USA Capital Realty Advisors, LLC
06-10726

USA Capital Diversified Trust Deed Fund, LLC
06-10727

USA Capital First Trust Deed Fund, LLC
06-10728

USA Securities, LLC
06-10729

Debtors.

Jointly Administered

Chapter 11 Cases

Judge Linda B. Riegler Presiding

Date: June 15, 2006

Time: 10:00 a.m.

Affecting:

☐ All Cases

or Only:

☒ USA Commercial Mortgage Company

☐ USA Capital Realty Advisors, LLC

☐ USA Capital Diversified Trust Deed Fund, LLC

☐ USA Capital First Trust Deed Fund, LLC

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
LEWIS AND ROCA LLP AS COUNSEL FOR THE CREDITORS' COMMITTEE**

The Court has considered: (i) the Application to Employ Lewis and Roca LLP ("Lewis and Roca") as Counsel for the Committee of Unsecured Creditors of USA Commercial Mortgage Company (the "Application") filed by the Official Committee of Unsecured Creditors of USA Commercial Mortgage Company (the "Committee") for that above-captioned debtor and debtor-in-possession (the "Debtor"); (ii) the Verified Statement of Rob Charles Pursuant to Bankruptcy Rule 2014 in Support of Application by Official Committee of Unsecured Creditors to Employ Lewis and Roca as Counsel for the Committee (the "Rule 2014 Statement").

Based upon the Application, the Rule 2014 Statement, and the representations to the Court, the Court finds that: (1) Lewis and Roca: (a) does not represent any other entity having an interest materially adverse to the Committee's constituents in connection with this case; (2) the employment of Lewis and Roca is necessary and in the best interest of the Committee, the estate and its creditors; and (3) there is good cause to approve the retention of Lewis and Roca. Accordingly,

IT IS HEREBY ORDERED that:

1. Pursuant to 11 U.S.C. § 1103(a) and Rule 2014(a), Federal Rules of Bankruptcy Procedure, the Committee is authorized to employ and retain Lewis and Roca as counsel for the Committee to perform the services set forth in the Application, effective upon the March 24, 2006 retention by the Committee;

2. Lewis and Roca shall be compensated in accordance with the procedures set forth in the Application, 11 U.S.C. §§ 330 and 331, the Federal Bankruptcy Rules, and the Local Bankruptcy Rules and Orders of this Court.

DATED: _____

Honorable Linda B. Riegle